

# Exhibit 1

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	) Chapter 11
	)
W. R. GRACE & CO., et al., <sup>1</sup>	) Case No. 01-01139 (KJC)
	)
Reorganized Debtors.	) (Jointly Administered)
	)
	)

**Re: Various Docket Numbers<sup>2</sup>**

**ORDER APPROVING FIFTY-SECOND INTERIM  
AND FINAL FEE APPLICATIONS**

Upon the fifty-second quarterly and final fee applications (the "Applications")<sup>3</sup> of the Professionals referenced on **Exhibit A** attached hereto for the period of January 1, 2014 through February 3, 2014, (the "Compensation Period") and April 2, 2001 through February 3, 2014 (the "Final Period"), pursuant to sections 105(a) and 331 of title 11 of the United States Code (the

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<sup>1</sup> The Reorganized Debtors consist of the following 17 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., Darex Puerto Rico, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Gloucester New Communities Company, Inc., Grace Chemical Company of Cuba, Grace Energy Corporation, Grace Europe, Inc., Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace PAR Corporation, W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Kootenai Development Company, Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), and Water Street Corporation.

<sup>2</sup> Re: Docket Numbers: 31995, 32192, 32132, 32118, 32169, 31854, 31978, 32107, 32190, 32163, 32021, 32163, 32137, 32194, 12771, 32451, 12652, 12842, 32388, 31930, 32191, 32399, 32028, 32174, 31834, 32133, 32168, 31971, 32102, 31925, 32177, 32189, 31849, 38792, 32185, 32085, 32097, 18047, 32011, 32086, 32180, 31832, 32072, 32128, 31902, 32173, 32094, 32161, 32170, 31806, 32167, 32114, 32112, 32156, 32019, 32087, 32179, 31813, 31965, 32100, 32080, 16714, 32184, 32176, 32123, 32309, 31817, 32106, 32120, 32152, 32116, 32178, 32125, 32311, 32186, 32193, 32150, 32138, 32149, 20016, 20017, 20018, 21013, 21014, 21015, 21016, 21373, 32171, 29832, 30081, 30743, 30826, 31097, 31212, 31589, 31713, 31786, 31898, 32010, 32119, 32195, 9211, 12614, 13545, 32188, 32166, 32117, 32017, 32018, 31828, 32066, 32073, 32379, 7836, 11790, 11791, 32093, 31793, 32135, 31796, 32074, 32162, 31753, 31814, 32082, 32076, 32124, 32310, 32151, 31731, 32006, 32064, 31719, 32115, 32122, 20016, 20017, 20018, 21013, 21014, 21015, 21016, 21373, 32253, 32130, 32109, 32139, 32092, 32174 and 32113.

<sup>3</sup> Capitalized terms not defined in this order shall have the meaning ascribed to them in the Interim Compensation Order.

“Bankruptcy Code”), Fed. R. Bankr. P. 2016 and the Amended Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members (the “Interim Compensation Order”); and it appearing that the Court has jurisdiction to consider the Applications and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and it appearing that this matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and these Applications is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Applications having been given; and after due deliberation and sufficient cause appearing therefor, it is hereby:

ORDERED that the Applications listed on **Exhibit A** hereto are approved on a final basis; and it is further

ORDERED that each of the Professionals is allowed, on a final basis, (i) compensation for services rendered during the Compensation Period and the Final Period; and (ii) reimbursement for actual and necessary expenses incurred during the Compensation Period and the Final Period; and it is further

ORDERED that the Debtors are authorized to make payment to each of the Professionals, 100% of any and all fees and 100% of any and all expenses listed in **Exhibit A** that have not yet been paid; and it is further

ORDERED that the Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: \_\_\_\_\_, 2014

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The Honorable Kevin J. Carey  
United States Bankruptcy Judge

# Exhibit A

**EXHIBIT A****FEE AND EXPENSE CHART WITH RECOMMENDATIONS**

**W.R. Grace – 52<sup>nd</sup> Interim Period (January 1, 2014 through February 3, 2014)**  
**Sealed Air Adversary Proceedings,<sup>1</sup> and**  
**Final Application Period (April 2, 2001 through February 3, 2014)<sup>2</sup>**

<b>ANDERSON KILL P.C.</b>						
<b>Fee Application Docket No.</b>			<b>Total Fees Requested</b>	<b>Total Expenses Requested</b>	<b>Fees Allowed</b>	<b>Expenses Allowed</b>
31995	52 <sup>nd</sup>	Total:	\$289,942.50	\$1,575.62	\$289,942.50	\$1,575.62
32192	FINAL	TOTAL:	\$12,371,586.00	\$116,017.39	\$12,369,425.00	\$109,642.84

<b>DAVID T. AUSTERN</b>						
<b>Fee Application Docket No.</b>			<b>Total Fees Requested</b>	<b>Total Expenses Requested</b>	<b>Fees Allowed</b>	<b>Expenses Allowed</b>
32132	FINAL	TOTAL:	\$332,700.00	\$19,209.39	\$332,700.00	\$19,209.39

<b>LAW OFFICES OF JANET S. BAER, P.C.</b>						
<b>Fee Application Docket No.</b>			<b>Total Fees Requested</b>	<b>Total Expenses Requested</b>	<b>Fees Allowed</b>	<b>Expenses Allowed</b>
32101	FINAL	TOTAL:	\$3,086,223.00	\$71,297.25	\$3,085,773.00	\$70,384.01

<b>BAKER, DONELSON, BEARMAN, CALDWELL &amp; BERKOWITZ, P.C.</b>						
<b>Fee Application Docket No.</b>			<b>Total Fees Requested</b>	<b>Total Expenses Requested</b>	<b>Fees Allowed</b>	<b>Expenses Allowed</b>
32118	51 <sup>st</sup> <sup>3</sup>	Total:	\$90,000.00	\$0.00	\$90,000.00	\$0.00
32118	52 <sup>nd</sup>	Total:	\$30,000.00	\$78.35	\$30,000.00	\$63.45
32118	FINAL	TOTAL:	\$3,114,500.00	\$136,418.89	\$3,114,500.00	\$131,472.41

<sup>1</sup> The Sealed Air Adversary Proceedings are *Official Committee of Asbestos Personal Injury Claimants and Official Committee of Asbestos Property Damage Claimants, et al. v. Sealed Air Corporation and Cryovac, Inc.*, Adversary No. 02-2210, and *Official Committee of Asbestos Personal Injury Claimants and Official Committee of Asbestos Property Damage Claimants, et al. v. Fresenius Medical Care Holdings, Inc. and National Medical Card, Inc.*, Adversary No. 02-2211. Except as otherwise noted, the fees and expenses for the Sealed Air Adversary Proceedings have been previously approved by this Court on an interim basis. However, the Sealed Air fees and expenses have not been reviewed by the Fee Auditor.

<sup>2</sup> Amounts listed for the Interim Periods and the Sealed Air Adversary Proceedings are included in the totals for the Final Application Period.

<sup>3</sup> The Fifty-First Interim Period encompasses October 1, 2013 through December 31, 2013.

BAKER MCKENZIE LLP					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32169	FINAL	TOTAL:	\$92,316.19	\$1,118.16	\$92,316.19
					\$1,118.16

BARNWELL, WHALEY, PATTERSON & HELMS, L.L.C.					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31854	FINAL	TOTAL:	\$9,875.00	\$280.50	\$9,700.00
					\$280.50

BEVERIDGE & DIAMOND, P.C.					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31879	52 <sup>nd</sup>	Total:	\$59,678.55	\$278.19	\$59,678.55
32107	FINAL	TOTAL:	\$3,631,102.91	\$51,064.16	\$3,576,170.21
					\$50,062.92

BILZIN SUMBERG BAENA PRICE & AXELROD LLP					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
	Sealed Air	Total:	\$1,392,044.50	\$300,669.92	\$1,392,044.50
32190	52 <sup>nd</sup>	Total:	\$20,586.00	\$390.84	\$20,586.00
32190	FINAL <sup>4</sup>	TOTAL:	\$11,837,680.74	\$5,248,546.60	\$11,837,680.74
					\$5,249,546.60

BLACKSTONE ADVISORY SERVICES L.P.					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32163	Dow Transaction	TOTAL:	\$5,000,000.00	\$19,488.46	\$5,000,000.00
32021	52 <sup>nd</sup>	TOTAL:	\$150,000.00	\$0.00	\$150,000.00
32163	FINAL <sup>5</sup>	TOTAL:	\$27,219,166.67	\$299,446.21	\$27,219,166.67
					\$296,155.32

<sup>4</sup> Bilzin Sumberg's final fee amount does not include its request for fee enhancement totaling \$875,000.00. The \$875,000.00 fee enhancement request will be addressed in a separate order.

<sup>5</sup> Blackstone's Dow Transaction fees and expenses, and its Monthly Advisory fees for the Fifty-Second Interim Period are included in its final fee and expense request. Also included in Blackstone's final fee request is a \$5,000,000.00 Restructuring Fee. However, the Court previously gave final approval to the Restructuring Fee in the Order Approving Restructuring Fee (Docket No. 32298), on July 15, 2014, so it is not specifically listed in this order.

BMC GROUP					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32137	52 <sup>nd</sup>	Total: \$95,871.50	\$8,624.58	\$95,871.50	\$8,624.58
32194	FINAL	TOTAL: \$9,292,715.50	\$834,264.36	\$9,263,172.09	\$835,934.37

BOWE & FERNICOLA, LLC <sup>6</sup>					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
12771	21 <sup>st</sup> <sup>7</sup>	Total: \$51,962.50	\$139.48	\$51,962.50	\$139.48
N/A	FINAL	TOTAL: \$113,330.00	\$239.68	\$113,330.00	\$239.68

BUCHANAN INGERSOLL & ROONEY PC (f/k/a Klett Rooney Lieber & Schorling)					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
12451	21 <sup>st</sup>	Total: \$7,148.00	\$1,956.41	\$7,148.00	\$1,956.41
12652					
12842					
32388	FINAL	TOTAL: \$1,778,230.00	\$75,469.77	\$1,770,415.88	\$75,307.79

CAMPBELL & LEVINE, LLC					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
	Sealed Air	Total: \$19,024.50	\$2,231.89	\$19,024.50	\$2,231.89
31930	52 <sup>nd</sup>	Total: \$8,323.50	\$1,032.75	\$8,290.50	\$1,032.75
32191	FINAL	TOTAL: \$3,869,816.50	\$548,767.87	\$3,869,783.50	\$548,767.87
32399					

<sup>6</sup> Bowe & Farnicola did not file a final fee application. However, Debtor's counsel asked the Fee Auditor to review Bowe & Farnicola's final fees and expenses.

<sup>7</sup> The Twenty-First Interim Period encompasses April 1, 2006 through June 30, 2006.

CAPLIN & DRYSDALE, CHARTERED					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
	Sealed Air <sup>8</sup>	Total:	\$970,548.50	\$0.00	\$970,215.50
32028	52 <sup>nd</sup>	Total:	\$98,303.25	\$584.01	\$98,303.25
32174	FINAL	<b>TOTAL:</b>	<b>\$22,510,174.75</b>	<b>\$3,932,840.61</b>	<b>\$22,364,299.75</b>
					<b>\$3,901,565.44</b>

CAPSTONE ADVISORY GROUP, LLC					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31834	52 <sup>nd</sup>	Total:	\$28,337.00	\$31.05	\$23,269.00
32133	FINAL	<b>TOTAL:</b>	<b>\$11,104,136.98</b>	<b>\$97,859.59</b>	<b>\$11,084,585.86</b>
					<b>\$103,750.67</b>

CARELLA, BYRNE, BAIN, GILFILLAN, CECCHI, STEWART & OLSTEIN					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32168	FINAL	<b>TOTAL:</b>	<b>\$2,071,528.25</b>	<b>\$89,188.84</b>	<b>\$2,071,528.25</b>
					<b>\$89,188.84</b>

CASNER & EDWARDS LLP					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31971	52 <sup>nd</sup>	Total:	\$15,755.50	\$24,674.76	\$15,755.50
32102	FINAL	<b>TOTAL:</b>	<b>\$4,404,155.25</b>	<b>\$2,052,100.45</b>	<b>\$4,403,059.25</b>
					<b>\$2,052,061.09</b>

CHARTER OAK FINANCIAL CONSULTING LLC					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31925	52 <sup>nd</sup>	Total:	\$77,545.75	\$498.00	\$77,545.75
32177	FINAL	<b>TOTAL:</b>	<b>\$1,904,450.14</b>	<b>\$2,712.64</b>	<b>\$1,904,450.14</b>
					<b>\$2,712.64</b>

CONWAY, DEL GENIO, GRIES & CO., LLC					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
	Sealed Air <sup>9</sup>	Total:	\$750,203.13	\$24,465.67	\$1,115,135.13
32189	FINAL	<b>TOTAL:</b>	<b>\$4,778,081.06</b>	<b>\$72,783.36</b>	<b>\$5,143,013.06</b>
					<b>\$87,432.12</b>

<sup>8</sup> It was determined that there were mathematical errors in Caplin & Drysdale's fees in one of the *Sealed Air* fee orders. The allowed fees reflect the correct amounts for Caplin & Drysdale, and were agreed upon by counsel for Caplin & Drysdale and the Debtors.

<sup>9</sup> It was determined that there were mathematical errors in Conway's fees and expenses in one of the *Sealed Air* fee orders. The allowed fees and expenses reflect the correct amounts for Conway, and were agreed upon by counsel for Conway and the Debtors.

**EDWARD B. COTTINGHAM, JR.**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31849	FINAL	<b>TOTAL:</b>	\$33,570.00	\$1,175.96	\$31,410.00	\$1,034.60

**DAY PITNEY LLP**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
38792	44 <sup>th</sup> <sup>10</sup>	<b>Total:</b>	\$4,112.50	\$25.00	\$4,112.50	\$25.00
32185	FINAL	<b>TOTAL:</b>	\$6,200,796.20	\$535,166.21	\$6,188,444.10	\$535,169.30

**DELOITTE & TOUCHE LLP**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32085	FINAL	<b>TOTAL:</b>	\$1,813,199.54	\$89,461.32	\$1,813,200.04	\$89,461.32

**DELOITTE CONSULTING LLP**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32097	FINAL	<b>TOTAL:</b>	\$12,239.00	\$12.00	\$12,239.00	\$12.00

**DELOITTE FINANCIAL ADVISORY SERVICES LLP**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
18047	FINAL	<b>TOTAL:</b>	\$100,000.00	\$3,375.55	\$100,000.00	\$3,375.55

**DELOITTE TAX LLP**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32011	52 <sup>nd</sup>	<b>Total:</b>	\$55,497.50	\$6.17	\$48,595.00	\$6.17
32086	FINAL	<b>TOTAL:</b>	\$1,801,830.30	\$13,215.73	\$1,793,103.80	\$13,215.51

**DIES AND HILE, LLP**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32180	FINAL	<b>TOTAL:</b>	\$194,130.00	\$110,990.13	\$194,130.00	\$110,990.13

<sup>10</sup> The Forty-Fourth Interim Period encompasses January 1, 2012 through March 31, 2012.

DUANE MORRIS LLP					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31832	52 <sup>nd</sup>	Total:	\$7,662.50	\$28.00	\$7,662.50
32072					\$28.00
32128	FINAL	<b>TOTAL:</b>	<b>\$3,165,467.40</b>	<b>\$147,931.99</b>	<b>\$3,100,655.40</b>
					<b>\$147,329.19</b>

DUFF & PHELPS, LLC <sup>11</sup>					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
N/A	FINAL	<b>TOTAL:</b>	<b>\$100,000.00</b>	<b>\$11,442.93</b>	<b>\$100,000.00</b>
					<b>\$11,442.93</b>

FERRY JOSEPH & PEARCE, P.A.					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
	Sealed Air	Total:	\$68,884.00	\$13,095.85	\$68,884.00
31902	52 <sup>nd</sup>	Total:	\$11,003.00	\$81.03	\$10,941.00
32173	FINAL	<b>TOTAL:</b>	<b>\$2,063,274.00</b>	<b>\$264,221.32</b>	<b>\$264,221.32</b>

FOLEY HOAG LLP					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32094	52 <sup>nd</sup>	Total:	\$49,771.80	\$55.77	\$49,771.80
32161	FINAL	<b>TOTAL:</b>	<b>\$1,652,633.85</b>	<b>\$33,897.81</b>	<b>\$1,651,854.17</b>
					<b>\$34,410.63</b>

FORMAN PERRY WATKINS KRUTZ & TARDY LLP					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32170	FINAL	<b>TOTAL:</b>	<b>\$3,304,539.00</b>	<b>\$330,626.87</b>	<b>\$3,302,814.00</b>
					<b>\$329,048.96</b>

FRAGOMEN, DEL REY, BERNSEN & LOEWY LLP					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31806	52 <sup>nd</sup>	Total:	\$5,050.00	\$1,563.00	\$5,050.00
32167	FINAL	<b>TOTAL:</b>	<b>\$570,053.11</b>	<b>\$222,058.95</b>	<b>\$445,061.68</b>
					<b>\$213,165.31</b>

<sup>11</sup> Duff & Phelps did not file a final fee application. However, Debtors' counsel asked the Fee Auditor to review Duff & Phelps' final fees and expenses.

## FRANKEL, ROGER

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32114	52 <sup>nd</sup>	Total:	\$120,096.50	\$2,546.80	\$120,096.50	\$2,546.80
32114	FINAL	TOTAL:	\$509,937.50	\$4,314.78	\$509,937.50	\$4,314.78

## FRANKEL WYRON LLP

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32112	52 <sup>nd</sup>	Total:	\$56,087.50	\$2,347.44	\$56,087.50	\$2,347.44
32112	FINAL	TOTAL:	\$56,087.50	\$2,347.44	\$56,087.50	\$2,347.44

## GOODWIN PROCTER LLP

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32156	FINAL	TOTAL:	\$249,300.00	\$14,891.66	\$249,300.00	\$14,889.67

## GRANT THORNTON LLP

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32019	52 <sup>nd</sup>	Total:	\$20,201.50	\$0.00	\$20,201.50	\$0.00
32087	FINAL	TOTAL:	\$651,843.50	\$47,201.75	\$645,601.50	\$45,605.47

## HAMILTON, RABINOVITZ &amp; ALSCHULER, INC.

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
	Sealed Air	Total:	\$223,525.00	\$5,099.04	\$223,525.00	\$5,099.04
32179	FINAL	TOTAL:	\$784,215.00	\$19,043.08	\$784,215.00	\$19,043.08

## LAW OFFICES OF ROGER J. HIGGINS, LLC

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31813, 31965	52 <sup>nd</sup>	Total:	\$131,717.50	\$1,665.88	\$131,717.50	\$1,665.88
32100	FINAL	TOTAL:	\$3,046,118.00	\$73,603.47	\$3,046,118.00	\$73,603.46

## R. KARL HILL (Seitz, Van Ogtrop &amp; Green, P.A.)

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32080	FINAL	TOTAL:	\$14,917.50	\$44.80	\$14,317.50	\$44.80

**HILSOFT NOTIFICATIONS**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
16714	26 <sup>th</sup> <sup>12</sup>	Total:	\$90.00	\$0.00	\$90.00	\$0.00
32184	FINAL	TOTAL:	\$166,487.84	\$4,235.83	\$166,487.84	\$4,235.83

**W. D. HILTON, JR.**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
	Sealed Air	Total:	\$18,600.00	\$1,763.37	\$18,600.00	\$1,763.37
32176	FINAL	TOTAL:	\$35,137.50	\$1,763.37	\$35,137.50	\$1,763.37

**THE HOGAN FIRM**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32123	52 <sup>nd</sup>	Total:	\$15,477.00	\$938.16	\$15,317.00	\$938.16
32309	FINAL	TOTAL:	\$630,776.00	\$27,913.77	\$626,926.50	\$27,793.77

**KAYE SCHOLER LLP**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31817	52 <sup>nd</sup>	Total:	\$9,984.87	\$0.00	\$9,984.87	\$0.00
32106	FINAL	TOTAL:	\$632,647.74	\$426.41	\$511,677.05	\$311.41

**KIRKLAND & ELLIS LLP**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
	Sealed Air	Total:	\$2,634,559.50	\$318,559.28	\$2,634,559.50	\$318,559.28
32120	52 <sup>nd</sup>	Total:	\$1,473,374.00	\$57,174.18	\$1,473,374.00	\$56,482.35
32152	FINAL	TOTAL:	\$155,582,791.10	\$44,676,058.42	\$155,583,745.10	\$44,675,366.59

**KRAMER LEVIN NAFTALIS & FRANKEL LLP**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32116	52 <sup>nd</sup>	Total:	\$22,053.50	\$21.20	\$22,053.50	\$21.20
32116	FINAL	TOTAL:	\$5,516,261.95	\$345,823.57	\$5,519,455.25	\$338,214.18

<sup>12</sup> The Twenty-Sixth Interim Period encompasses July 1, 2007 through September 30, 2007.

LATHAM & WATKINS LLP						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
32178	FINAL	<b>TOTAL:</b>	\$748,745.20	\$19,992.80	\$767,200.50	\$20,102.32

LAUZON BÉLANGER LESPÉRANCE <sup>13</sup>						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
32125	52 <sup>nd</sup>	<b>Total:</b>	\$6,547.50	\$986.70	\$6,547.50	\$986.70
32311	FINAL	<b>TOTAL:</b>	\$113,360.65	\$20,723.08	\$112,978.75	\$20,385.58

LAWSON LUNDELL LLP <sup>14</sup>						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
N/A	FINAL	<b>TOTAL:</b>	\$93,608.83	\$9,949.27	\$93,608.83	\$9,949.27

LECG, LLC						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
32186	FINAL	<b>TOTAL:</b>	\$414,412.25	\$3,541.01	\$414,412.25	\$3,541.01

LEGAL ANALYSIS SYSTEMS, INC.						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
32193	FINAL	<b>TOTAL:</b>	\$6,531,074.75	\$63,808.08	\$6,531,074.25	\$63,808.08

LINCOLN PARTNERS ADVISORS LLC						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
32150	52 <sup>nd</sup>	<b>Total:</b>	\$75,000.00	\$3,603.24	\$75,000.00	\$3,603.24
32150	FINAL	<b>TOTAL:</b>	\$2,920,000.00	\$34,998.27	\$2,920,000.00	\$34,998.27

<sup>13</sup> All amounts for this applicant are in CDN.

<sup>14</sup> Lawson Lundell did not file a final fee application. However, Debtors' counsel asked the Fee Auditor to review Lawson Lundell's final fees and expenses.

LUKINS & ANNIS, P.S.						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
32138	FINAL	<b>TOTAL:</b>	\$539,289.00	\$42,716.68	\$537,639.00	\$42,716.68

MORRISON & FOERSTER LLP						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
32149	FINAL	<b>TOTAL:</b>	\$163,083.75	\$81,785.02	\$163,083.75	\$81,785.02

NELSON MULLINS RILEY & SCARBOROUGH LLP						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
20016	35 <sup>th</sup> – 45 <sup>th</sup> <sup>15</sup>	Total:	\$3,179.00	\$45.95	\$3,179.00	\$45.95
20017						
20018						
21013						
21014						
21015						
21016						
21373						
32171	FINAL	<b>TOTAL</b>	\$1,038,748.50	\$26,630.21	\$915,807.50	\$24,475.16

NORTON ROSE FULBRIGHT CANADA LLP (f/k/a Ogilvy Renault LLP) <sup>16</sup>						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
29832	46 <sup>th</sup> -- 52 <sup>nd</sup> <sup>17</sup>	Total:	\$85,154.37	\$926.42	\$85,129.50	\$926.92
30081						
30743						
30826						
31097						
31212						
31589						
31713						
31786						
31898						
32010						
32119	FINAL	<b>TOTAL</b>	\$2,214,457.00	\$145,161.56	\$2,167,295.50	\$145,078.97

<sup>15</sup> The Thirty-Fifth through Forty-Fifth Interim Periods encompass the period of October 1, 2009 through June 30, 2012.

<sup>16</sup> All amounts for this applicant are in CDN.

<sup>17</sup> The Forty-Sixth through Fifty-Second Interim Periods encompass July 1, 2012 through February 3, 2014.

OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
32195	FINAL	<b>TOTAL:</b>	<b>\$0.00</b>	<b>\$35,944.02</b>	<b>\$0.00</b>	<b>\$35,944.02</b>

OFFICIAL COMMITTEE OF ASBESTOS PROPERTY DAMAGE CLAIMANTS						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
9211	14 <sup>th</sup> <sup>18</sup>	<b>Total:</b>	<b>\$0.00</b>	<b>\$130.00</b>	<b>\$0.00</b>	<b>\$130.00</b>
12614	18 <sup>th</sup> <sup>19</sup>	<b>Total:</b>	<b>\$0.00</b>	<b>\$51,770.89</b>	<b>\$0.00</b>	<b>\$45,744.30</b>
13545	19 <sup>th</sup> <sup>20</sup>	<b>Total:</b>	<b>\$0.00</b>	<b>\$1,436.27</b>	<b>\$0.00</b>	<b>\$1,436.27</b>
32188	Supple- mental <sup>21</sup>	<b>Total:</b>	<b>\$0.00</b>	<b>\$5,969.22</b>	<b>\$0.00</b>	<b>\$5,862.66</b>
32188	FINAL	<b>TOTAL:</b>	<b>\$0.00</b>	<b>\$185,757.50</b>	<b>\$0.00</b>	<b>\$179,624.35</b>

ORRICK, HERRINGTON & SUTCLIFFE LLP						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
32166	52 <sup>nd</sup>	<b>Total:</b>	<b>\$196,364.25</b>	<b>\$9,728.20</b>	<b>\$196,364.25</b>	<b>\$9,728.20</b>
32166	FINAL	<b>TOTAL:</b>	<b>\$27,004,456.50</b>	<b>\$2,168,891.33</b>	<b>\$27,004,456.50</b>	<b>\$2,155,182.43</b>

PACHULSKI STANG ZIEHL & JONES LLP						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
32117	Sealed Air	<b>Total:</b>	<b>\$19,446.00</b>	<b>\$4,402.80</b>	<b>\$19,446.00</b>	<b>\$4,402.80</b>
32017	52 <sup>nd</sup>	<b>Total:</b>	<b>\$44,481.50</b>	<b>\$24,921.40</b>	<b>\$44,481.50</b>	<b>\$24,921.40</b>
32018	FINAL	<b>TOTAL:</b>	<b>\$5,713,199.05</b>	<b>\$4,684,309.90</b>	<b>\$5,713,198.25</b>	<b>\$4,684,309.90</b>
32117						

PERKINS COIE LLP						
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed	
32108	FINAL	<b>TOTAL:</b>	<b>\$116,932.25</b>	<b>\$18,417.99</b>	<b>\$116,932.25</b>	<b>\$18,417.99</b>

<sup>18</sup> The Fourteenth Interim Period encompasses April 1, 2005 through June 30, 2005.

<sup>19</sup> The Eighteenth Interim Period encompasses April 1, 2006 through June 30, 2006.

<sup>20</sup> The Nineteenth Interim Period encompasses July 1, 2006 through September 30, 2006.

<sup>21</sup> Included in the Committee's final application was a supplemental expense request for expenses incurred in various interim periods.

## PHILLIPS, GOLDMAN &amp; SPENCE, P.A.

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31828	52 <sup>nd</sup>	Total:	\$3,085.50	\$27.37	\$3,085.50	\$27.37
32066	FINAL	TOTAL:	\$1,013,240.00	\$61,067.70	\$1,013,240.00	\$61,067.70

## PRICEWATERHOUSECOOPERS LLP

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32073	52 <sup>nd</sup>	Total:	\$774,723.51	\$11,665.45	\$774,723.51	\$11,665.45
32379	Global Restructuring Project Jan. 2014	Total:	\$20,483.30	\$0.00	\$20,483.30	\$0.00
32379	FINAL	TOTAL:	\$36,061,868.29	\$772,606.60	\$31,061,868.29	\$772,606.60

## PROTIVITI INC.

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
7836	16 <sup>th</sup> <sup>22</sup>	Total:	\$57,694.66	\$542.69	\$57,460.00	\$542.69
11790						
11791						
32093	FINAL	TOTAL:	\$3,502,658.66	\$403,757.85	\$3,451,206.61	\$391,145.04

## REED SMITH LLP

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31793	52 <sup>nd</sup>	Total:	\$27,064.00	\$58.54	\$27,064.00	\$58.54
32135	FINAL	TOTAL:	\$18,029,661.35	\$2,056,764.13	\$18,029,541.35	\$2,057,142.77

## ALAN B. RICH

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31796	52 <sup>nd</sup>	Total:	\$68,325.00	\$5,236.11	\$68,175.00	\$5,236.11
32074	FINAL	TOTAL:	\$1,461,195.50	\$81,420.85	\$1,461,010.50	\$81,402.85

## RICHARDSON PATRICK WESTBROOK &amp; BRICKMAN, LLC

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32162	FINAL	TOTAL:	\$2,729,034.75	\$688,699.19	\$2,730,036.75	\$688,522.14

<sup>22</sup> The Sixteenth Interim Period encompasses January 1, 2005 through March 31, 2005.

**HON. ALEXANDER M. SANDERS, JR.**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31753 31814	52 <sup>nd</sup>	Total:	\$19,080.00	\$1,663.30	\$17,730.00	\$1,613.30
32082	FINAL	<b>TOTAL:</b>	<b>\$319,345.00</b>	<b>\$19,006.73</b>	<b>\$317,995.00</b>	<b>\$18,956.73</b>

**SAUL EWING LLP**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32076	52 <sup>nd</sup>	Total:	\$7,013.50	\$578.76	\$7,013.50	\$578.76
32076	FINAL	<b>TOTAL:</b>	<b>\$736,486.07</b>	<b>\$13,166.29</b>	<b>\$735,655.50</b>	<b>\$13,025.86</b>

**SCARFONE HAWKINS LLP<sup>23</sup>**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32124	52 <sup>nd</sup>	Total:	\$38,812.50	\$5,051.45	\$38,812.50	\$5,051.45
32310	FINAL	<b>TOTAL:</b>	<b>\$429,799.89</b>	<b>\$61,931.48</b>	<b>\$427,773.64</b>	<b>\$61,297.17</b>

**THE SCOTT LAW GROUP, P.S.**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32151	FINAL	<b>TOTAL:</b>	<b>\$178,155.00</b>	<b>\$12,587.60</b>	<b>\$178,155.00</b>	<b>\$12,587.60</b>

**WARREN H. SMITH & ASSOCIATES, P.C.**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31731 32006	52 <sup>nd</sup>	Total:	\$12,447.00	\$140.76	\$12,447.00	\$140.76
32064	FINAL	<b>TOTAL:</b>	<b>\$3,070,774.77</b>	<b>\$62,437.43</b>	<b>\$3,070,774.77</b>	<b>\$62,437.43</b>

**SOCHA, PERCZAK, SETTER & ANDERSON, P.C.<sup>24</sup>**

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
N/A	FINAL	<b>TOTAL:</b>	<b>\$80,217.50</b>	<b>\$16,158.32</b>	<b>\$80,217.50</b>	<b>\$16,158.32</b>

<sup>23</sup> All amounts for this applicant are in CDN.<sup>24</sup> Socha, Perczak , Setter & Anderson did not file a final fee application. However, Debtors' counsel asked the Fee Auditor to review the firm's final fees and expenses.

STEPTOE & JOHNSON LLP					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
31719	51 <sup>st</sup> <sup>25</sup>	Total:	\$8,061.50	\$0.00	\$8,061.50
32115	FINAL	TOTAL:	\$2,556,568.99	\$66,100.61	\$2,530,281.00
					\$62,239.13

STROOCK & STROOCK & LAVAN LLP					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32122	52 <sup>nd</sup>	Total:	\$11,847.50	\$98.40	\$11,847.50
32122	FINAL	TOTAL:	\$16,394,063.67	\$4,539,950.31	\$16,394,063.67
					\$4,531,155.38

SULLIVAN HAZELTINE ALLINSON LLC					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
20016	30 <sup>th</sup> – 32 <sup>nd</sup> <sup>26</sup>	Total:	\$15,092.00	\$16,980.54	\$15,092.00
20017					
20018					
21013					
21014					
21015					
21016					
21373					
32253	FINAL	TOTAL:	\$88,944.50	\$54,581.90	\$88,944.50
					\$54,581.90

TOWERS WATSON					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32130	52 <sup>nd</sup>	Total:	\$9,240.00	\$0.00	\$9,240.00
32130	FINAL	TOTAL:	\$3,673,654.50	\$53,453.96	\$3,673,654.50
					\$53,453.96

TRE ANGELI LLC					
Fee Application Docket No.		Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32109	FINAL	TOTAL:	\$870,000.00	\$4,568.88	\$870,000.00
					\$4,568.88

<sup>25</sup> The Fifty-First Interim Period encompasses October 1, 2013 through December 31, 2013.

<sup>26</sup> The Thirtieth through Thirty-Second Interim Periods encompass May 1, 2008 through March 31, 2009.

## VENABLE LLP

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32139	51 <sup>st</sup> – 52 <sup>nd</sup>	Total:	\$57,803.73	\$128.87	\$57,803.73	\$128.87
32139	FINAL	TOTAL:	\$3,092,177.94	\$962,108.61	\$3,091,783.21	\$961,919.96

## WACHTELL, LIPTON, ROSEN &amp; KATZ

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32092	FINAL	TOTAL:	\$186,846.25	\$25,864.16	\$189,490.00	\$25,977.88

WALLACE, KING, MARRARO & BRANSON, PLLC<sup>27</sup>

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
N/A	FINAL	TOTAL:	\$5,393,303.40	\$1,163,604.19	\$5,393,303.40	\$1,163,443.56

ELIZABETH WARREN<sup>28</sup>

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
354 355	6 <sup>th</sup> and 7 <sup>th</sup> <sup>29</sup>	Total:	\$3,037.50	\$0.00	\$3,037.50	\$0.00
32174	FINAL	TOTAL:	\$4,725.00	\$0.00	\$4,725.00	\$0.00

## WOODCOCK WASHBURN LLP

Fee Application Docket No.			Total Fees Requested	Total Expenses Requested	Fees Allowed	Expenses Allowed
32113	FINAL	TOTAL:	\$3,716,655.00	\$810,651.56	\$3,785,853.75	\$798,501.84

<sup>27</sup> Wallace, King, Marraro & Branson did not file a final fee application. However, Debtors' counsel asked the Fee Auditor to review the firm's final fees and expenses.

<sup>28</sup> Elizabeth Warren did not file a final fee application. Caplin & Drysdale included a request for final approval of her fees and expenses in its final application because she was Caplin & Drysdale's bankruptcy consultant.

<sup>29</sup> These fees were for the months of September and October 2002, which months are included in the Sixth and Seventh Interim Periods.